

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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In re	:	Chapter 11
	:	
TERRAFORM LABS PTE. LTD.,	:	Case No. 24–10070 (BLS)
	:	
Debtor.¹	:	
	:	Re: Docket No. 20 & 35
	X	

**CERTIFICATION OF COUNSEL REGARDING FINAL ORDER
(I) AUTHORIZING DEBTOR TO (A) PAY PREPETITION
WORKFORCE OBLIGATIONS AND (B) MAINTAIN EMPLOYEE
BENEFIT PROGRAMS, AND (II) GRANTING RELATED RELIEF**

The undersigned hereby certifies as follows:

1. On January 30, 2024, Terraform Labs Pte. Ltd., as debtor and debtor in possession in the above-captioned chapter 11 case (the “**Debtor**”), filed the *Motion of Debtor for Entry of Interim and Final Orders (I) Authorizing Debtor to (A) Pay Prepetition Workforce Obligations and (B) Maintain Employee Benefit Programs, and (II) Granting Related Relief* [Docket No. 20] (the “**Motion**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”). Attached to the Motion as Exhibit B was a proposed form of order granting the relief sought therein on a final basis (the “**Proposed Final Order**”).

2. On January 31, 2024, the Court entered the *Interim Order (I) Authorizing Debtor to (A) Pay Prepetition Workforce Obligations and (B) Maintain Employee Benefit Programs, and (II) Granting Related Relief* [Docket No. 35] (the “**Interim Order**”).

3. Pursuant to the Interim Order and the *Notice of (A) Entry of Interim Order (I) Authorizing Debtor to (A) Pay Prepetition Workforce Obligations and (B) Maintain Employee*

¹ The Debtor’s principal office is located at 1 Wallich Street, #37-01, Guoco Tower, Singapore 078881.

Benefit Programs, and (II) Granting Related Relief; and (B) Final Hearing Thereon [Docket No. 39], objections or responses to the final relief requested in the Motion, if any, were to be made in writing and filed with the Court on or before February 26, 2024 at 4:00 p.m. (ET) (the “**Objection Deadline**”).

4. On February 29, 2024, the Office of the United States Trustee for the District of Delaware (the “**U.S. Trustee**”) appointed the Official Committee of Unsecured Creditors (the “**Creditors’ Committee**”).

5. Prior to the Objection Deadline, the Debtor received certain informal comments (the “**Comments**”) to the Proposed Final Order from the U.S. Trustee. Additionally, the Debtor received certain informal comments from the Creditors’ Committee (together with the Comments, the “**Responses**”). Other than the Responses, the Debtor received no other informal responses to the Motion, and no objection or responsive pleading to the Motion has appeared on the Court’s docket in this chapter 11 case.

6. The Debtor has revised the Proposed Final Order (the “**Revised Proposed Final Order**”) to resolve the Responses, and the Revised Proposed Final Order is attached hereto as **Exhibit 1**. For the convenience of the Court and all parties in interest, a blackline of the Revised Proposed Final Order marked against the Proposed Final Order is attached hereto as **Exhibit B**.

7. The Revised Proposed Final Order has been circulated to the U.S. Trustee and the Creditors’ Committee, and the aforementioned parties do not object to the entry of the Revised Proposed Final Order.

WHEREFORE, the Debtor respectfully requests that the Revised Proposed Final Order, in the form attached hereto as **Exhibit 1**, be entered at the earliest convenience of the Court.

Dated: March 5, 2024
Wilmington, Delaware

/s/ Matthew P. Milana

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